

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS—EASTERN DIVISION**

VENTAS REALTY, LIMITED	)	
PARTNERSHIP,	)	
	)	Case No. 12-cv-03107
Plaintiff	)	
	)	Honorable Ronald A. Guzman
v.	)	
	)	Magistrate Judge Sidney I. Schenkier
ALC CVMA, LLC, ALC GGMG, LLC	)	
ALC HTIF, LLC, ALC PEDG, LLC, ALC	)	
TPCG, LLC, ALC TISSC, LLC, ALC	)	
TSKG, LLC AND ALC WRWG, LLC,	)	
	)	
Defendants.	)	

**DEFENDANTS' RULE 7.1 DISCLOSURE STATEMENT AND  
LOCAL RULE 3.2 NOTIFICATION AS TO AFFILIATES**

Pursuant to Federal Rule of Civil Procedure 7.1 and Local Rule 3.2 of the U.S. District Court for the Northern District of Illinois, Defendants, ALC CVMA, LLC, ALC CGMG, LLC, ALC HTIF, LLC, ALC PEDG, LLC, ALC TPCG, LLC, ALC TISSC, LLC, ALC TSKG, LLC, and ALC WRWG, LLC (collectively, the “Defendants”), by and through its undersigned counsel of record, make the following disclosures:

- ALC Operating, LLC is the sole member of each of the Defendants
- Assisted Living Concepts, Inc. is the sole member of ALC Operating, LLC
- The following are publicly held corporations owning 10% or more of the stock of or are entities owning more than 5% of Assisted Living Concepts, Inc.:
  - Morgan Stanley Investment Management, Inc.
  - Piper Jaffray Companies
  - Bandera Partners LLC
  - BlackRock, Inc.
  - Dimensional Fund Advisors LP

Dated: May 11, 2012

Respectfully submitted,

ALC CVMA, LLC, ALC GGMG, LLC, ALC  
HTIF, LLC, ALC PEDG, LLC, ALC TPCG, LLC,  
ALC TISSC, LLC, ALC TSKG, LLC and ALC  
WRWG, LLC

By: /s/ Leonard S. Shifflett

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**CERTIFICATE OF SERVICE**

I, Leonard S. Shifflett, an attorney, hereby certify that I caused the foregoing **Defendants' Rule 7.1 Disclosure Statement and Local Rule 3.2 Notification as to Affiliates** to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the following counsel of record at his e-mail address on file with the Court:

Roger H. Stetson  
John W. Roberts  
Brandon Prosansky  
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Dated: May 11, 2012

/s/ Leonard S. Shifflett

Leonard S. Shifflett